

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

THOMAS BROWN, Individually And
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CHINA SUNERGY CO., LTD.,
TINGXIU LU, JIANHUA ZHAO, JAMES
SHAOFENG QI, GUANGYOU YIN,
FENGMING ZHANG, SHILIANG GUO,
MERRILL LYNCH, PIERCE, FENNER
& SMITH INC., COWEN & CO, LLC.
and JEFFERIES & CO., INC,

Defendants.

CIVIL ACTION NO. 07-7895

JUDGE DEBORAH A. BATTS

(Caption continued on the following page)

**DECLARATION OF KIM E. MILLER IN SUPPORT OF THE MOTION OF THE
TONYAZ GROUP TO CONSOLIDATE RELATED ACTIONS; TO BE APPOINTED
LEAD PLAINTIFF; AND TO APPROVE PROPOSED LEAD PLAINTIFF'S CHOICE
OF COUNSEL**

ADEL SESHTAWAY, Individually And
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CHINA SUNERGY CO., LTD.,
TINGXIU LU, JIANHUA ZHAO, JAMES
SHAOFENG QI, GUANGYOU YIN,
FENGMING ZHANG, SHILIANG GUO,
MERRILL LYNCH, PIERCE, FENNER
& SMITH INC., COWEN & CO, LLC.
and JEFFERIES & CO., INC,

Defendants.

CIVIL ACTION NO. 07-8656

JUDGE DEBORAH A. BATTS

ANTHONY GIOMBETTI, Individually And
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CHINA SUNERGY CO., LTD.,

Defendant.

CIVIL ACTION NO. 07-9689

JUDGE DEBORAH A. BATTS

I, Kim E. Miller, hereby declare as follows:

1. I am member of the law firm of Kahn Gauthier Swick, LLC.
2. The Tonyaz Group seeks appointment as Lead Plaintiff pursuant to Section 27(a)(3)(B) of the Securities Act of 1933 (the "Securities Act") in the above-captioned action (the "Action").
3. I submit this Declaration, together with the attached exhibits, in support of the Motion of the Tonyaz Group, to appoint the Tonyaz Group to serve as Lead Plaintiff on behalf of the Class and to approve Movant's choice of Kahn Gauthier Swick, LLC, as Lead Counsel. I am fully familiar with the facts set forth herein.
4. Attached hereto as Exhibit A are true and correct copies of the sworn shareholder certifications of the Tonyaz Group's members—Nijat Tonyaz, Thomas Brown and Wang Chun Ling—along with a summary loss chart.
5. Attached hereto as Exhibit B is a true and correct copy of the press release published on September 10, 2007, on *Market Wire*, a well-known, national business-oriented publication, announcing the pendency of the lawsuit commenced by Thomas Brown against defendants herein.
7. Attached hereto as Exhibit C is a true and correct copy of the firm resume of Kahn Gauthier Swick, LLC.

I declare under penalty of perjury under the laws of the state of New York that the foregoing facts are true and correct. Executed this 9th day of November, 2007, at New York, New York.

/s/ Kim E. Miller

Kim E. Miller